



May 19, 2010

The Hon. Julius Genachowski
Chairman
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

The Honorable Michael J. Copps
Commissioner
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

The Honorable Robert M. McDowell
Commissioner
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

The Honorable Mignon Clyburn
Commissioner
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

The Honorable Meredith Atwell Baker
Commissioner
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *Application of Verizon Communications Inc. and Frontier
Communications Corporation for Consent to Transfer Control of
Domestic Section 214 Authority, WC Docket No. 09-95*

Dear Chairman and Commissioners:

On May 10, 2010, in response to various concerns raised in the record and in an attempt to simplify the issues before the Commission, Frontier Communications Corp. ("Frontier") clarified and supplemented its plans with respect to the properties being transferred from Verizon through a detailed set of voluntary commitments. These commitments were in addition to, and not in lieu of, commitments made in the applications or in Frontier's comments in this proceeding.

Based on inquiries from Commission staff, Frontier further clarifies those voluntary commitments. As further clarified, they are set forth in Attachment A.



Frontier will substantially advance the Commission's goal of closing the broadband availability gap and delivering broadband to all Americans. In its current service areas, Frontier has driven high levels of broadband deployment and developed innovative and effective strategies to increase broadband adoption. This transaction will allow Frontier to apply this learning in the areas being transferred from Verizon.

In the National Broadband Plan, the Commission's staff proposed a universal broadband availability target of access for all households and businesses to 4 Mbps broadband service by 2020. Frontier has always pointed out that this transaction will benefit the public interest by promoting broadband deployment in the rural and small city areas being transferred by Verizon. Frontier now offers to make these benefits even more concrete, and to remove any question as to whether this transaction is consistent with the specific objectives of the National Broadband Plan. In the areas being transferred by Verizon, by the end of 2013, Frontier will be making broadband with speeds of at least 3 Mbps available to at least 85% of housing units. (As of September 2009, Verizon offered broadband service with speeds of approximately 3 Mbps or greater to approximately 50% of the households in the service areas to be transferred to Frontier.) By the end of 2015, Frontier will be delivering speeds of at least 4 Mbps to at least 85% of the housing units in these areas. This means that Frontier will be deliver 4 Mbps broadband service to approximately 1.8 million housing units that today do not receive even 3 Mbps from Verizon. In areas that Frontier will be newly building out, these housing units counted toward meeting these targets will also receive 1 Mbps upload speeds. Given the scope and pace of these broadband deployment activities, Frontier expects that its deployment will substantially reduce the number of unserved and underserved housing units in these former Verizon territories. Frontier will do this under its existing business plan; these commitments do not assume any additional universal service support under the National Broadband Plan's proposed Connect America Fund. Frontier also commits to meet a series of intermediate aggressive broadband deployment benchmarks, and to provide the Commission with regular reports so that the Commission can monitor Frontier's progress. It is important to note that the speeds to which Frontier is committing to deliver are minimums, and Frontier fully expects that it will be seeking to do more, both during the period of these commitments and after, to meet the needs of its customers.

This broadband deployment will not just be limited to residential consumers. As it builds out these areas, Frontier fully expects that at least 85% of small businesses will have access to 3 Mbps broadband service by the end of 2013, and at least 85% of small businesses will have access to 4 Mbps by the end of 2015. Furthermore, in the areas being transferred from Verizon, Frontier anticipates that it will use its local engagement model in which local and regional general managers focus on customers and service delivery to seek to provide and make available high capacity broadband services to anchor institutions such as schools, libraries, hospitals and government institutions.



By some estimates, there are over 20,000 such institutions/buildings within the areas being transferred from Verizon.¹

Frontier also makes a number of commitments to assure the Commission and its wholesale customers that the transaction will not result in any reduction in the level of operations support system (“OSS”) functionality in the areas being transferred by Verizon – including those states that did not conduct a review of this transaction. Frontier commits to provide the Commission and affected state commissions with advance notice and an explanation of any transition from Verizon’s legacy OSS systems, and to consult with CLECs regarding any changes in wholesale functionality or e-bonding. Frontier commits to maintain wholesale functionality, performance and e-bonding that are comparable to what Verizon provides prior to the transaction. Frontier commits to maintain reporting, and, among other things, change management practices that Verizon has in place. These commitments demonstrate that this transaction will not result in any transaction-specific harm to consumers or the competitive environment.

Even without these commitments, the record demonstrated that this transaction is overwhelmingly in the public interest. With these commitments, the public interest benefits of this transaction are even more definite and certain. The time now has come for the Commission to consent to the transfer of these licenses so that Frontier can consummate this deal by June 30 and immediately begin the task of closing the broadband gap in these areas. Certainly, the public interest is not served by further delay, which prevents Frontier from being able to begin to execute its broadband deployment plans, and could force Frontier to incur needless additional costs.

¹ This number depends on how such buildings are counted, as well as the definition of the included institutions.



Please do not hesitate to contact me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Kathleen Q. Abernathy", written in a cursive style.

Kathleen Q. Abernathy
Chief Legal Officer

cc: Edward Lazarus
Jennifer Schneider
Angela Giancarlo
Angela Kronenberg
Christy Shewman
Sharon Gillett
Paul de Sa
Zachary Katz
Donald Stockdale
Nicholas Alexander
Carol Simpson
Alexis Johns